

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
SOUTHERN DIVISION**

IN RE: BLUE CROSS BLUE SHIELD
ANTITRUST LITIGATION
(MDL No. 2406)

Master File No. 2:13-CV-20000-RDP

This document relates to the Subscriber
Track cases.

**PROOF OF SERVICE OF NOTICE
OF SETTLEMENT UNDER CLASS ACTION FAIRNESS ACT**

Blue Cross Blue Shield Association and the Blue Cross Blue Shield Plan licensees¹, by and through their respective undersigned counsel, submit this Proof of Service of Notice of Settlement Under Class Action Fairness Act, and state as follows:

1. On October 30, 2020, the Subscriber Plaintiffs filed a Motion for Preliminary Approval of Proposed Class Settlement. (Dkt. 2610).
2. The Class Action Fairness Act ("CAFA"), 28 U.S.C. § 1715, requires the service of a notice of a proposed settlement of any covered class action upon the appropriate federal and

¹ The Blue Cross Blue Shield Plan licensees include: Anthem, Inc.; Aware Integrated, Inc.; Blue Cross and Blue Shield of Alabama; Blue Cross and Blue Shield of Arizona, Inc.; Blue Cross and Blue Shield of Florida, Inc.; Blue Cross and Blue Shield of Kansas City; Blue Cross and Blue Shield of Kansas, Inc.; Blue Cross and Blue Shield of Massachusetts, Inc.; Blue Cross Blue Shield of Michigan Mutual Insurance Company; Blue Cross & Blue Shield of Mississippi, a Mutual Insurance Company; Blue Cross and Blue Shield of North Carolina; Blue Cross & Blue Shield of Rhode Island; Blue Cross and Blue Shield of South Carolina; BlueCross BlueShield of Tennessee, Inc.; Blue Cross and Blue Shield of Vermont; Blue Cross and Blue Shield of Wyoming; Blue Cross of Idaho Health Service, Inc.; California Physicians' Service; Cambia Health Solutions, Inc.; Capital Blue Cross; CareFirst, Inc.; GoodLife Partners, Inc.; GuideWell Mutual Holding Corporation; Hawaii Medical Service Association; Health Care Service Corporation, a Mutual Legal Reserve Company; HealthNow Systems, Inc.; HealthyDakota Mutual Holdings; Highmark Health; Horizon Healthcare Services, Inc.; Independence Health Group, Inc.; Lifetime Healthcare, Inc.; Louisiana Health Service & Indemnity Company; PREMIER; Regence BlueShield of Idaho; Triple-S Management Corporation; USABLE Mutual Insurance Company; Wellmark, Inc.; and their controlled affiliates.

state officials prior to final approval of the settlement. Under CAFA, final approval of a class action settlement cannot be given until 90 days after such notice of the proposed settlement.

3. The Affidavit of Daniel E. Laytin, attached as Exhibit 1, confirms that on November 6, 2020, within 10 days after the proposed class action settlement was filed with the Court, the appropriate federal and state government officials were sent notice of the proposed Subscriber Settlement in the above-captioned action as required by CAFA, and at least 90 days have passed.

4. Thus, the Court may, in accordance with CAFA, enter an order of final approval of the Subscriber Settlement.

/s/ Daniel Laytin

Daniel E. Laytin, P.C.

*Co-Lead/Co-Coordinating Counsel for
Defendants*

<p>David J. Zott, P.C. Daniel E. Laytin, P.C. Zachary D. Holmstead KIRKLAND & ELLIS LLP david.zott@kirkland.com daniel.laytin@kirkland.com zachary.holmstead@kirkland.com</p> <p><i>Counsel for Blue Cross Blue Shield Association; Wellmark of South Dakota, Inc. (Wellmark Blue Cross and Blue Shield of South Dakota); Wellmark, Inc. (Wellmark Blue Cross and Blue Shield of Iowa); Hawaii Medical Service Association (Blue Cross and Blue Shield of Hawaii); Triple-S Salud, Inc.</i></p>	<p>Craig A. Hoover E. Desmond Hogan HOGAN LOVELLS US LLP craig.hoover@hoganlovells.com desmond.hogan@hoganlovells.com</p> <p><i>Counsel for Anthem, Inc., f/k/a WellPoint, Inc., and all of its named subsidiaries in this consolidated action; Blue Cross and Blue Shield of North Carolina, Inc.; Louisiana Health Service & Indemnity Company (Blue Cross and Blue Shield of Louisiana); BCBSM, Inc. (Blue Cross and Blue Shield of Minnesota); Blue Cross and Blue Shield of South Carolina; Horizon Healthcare Services, Inc. (Horizon Blue Cross and Blue Shield of New Jersey); Blue Cross & Blue Shield of Rhode Island; Blue Cross and Blue Shield of Vermont; Cambia Health Solutions, Inc.; Regence Blue Shield of Idaho; Regence Blue Cross Blue Shield of Utah; Regence Blue Shield (of Washington); Regence Blue Cross Blue Shield of Oregon</i></p>
<p>Evan R. Chesler Karin A. DeMasi Lauren R. Kennedy CRAVATH SWAINE & MOORE LLP echesler@cravath.com kdemasi@cravath.com lkennedy@cravath.com</p> <p><i>Counsel for Blue Cross and Blue Shield of Alabama; BlueCross BlueShield of Tennessee, Inc.; Blue Cross and Blue Shield of Florida, Inc.; Blue Cross and Blue Shield of Massachusetts, Inc.</i></p>	<p>Kathleen Taylor Sooy Tracy A. Roman Sarah Gilbert CROWELL & MORING LLP ksooy@crowell.com troman@crowell.com sgilbert@crowell.com</p> <p><i>Counsel for Blue Cross of Idaho Health Service, Inc.; Blue Cross and Blue Shield of Kansas, Inc.; Blue Cross and Blue Shield of Kansas City; Blue Cross and Blue Shield of Nebraska; Blue Cross Blue Shield of Arizona; Blue Cross Blue Shield of North Dakota; Blue Cross Blue Shield of Wyoming; HealthNow New York Inc.; BlueShield of Northeastern New York; BlueCross BlueShield of Western New York</i></p>

<p>Helen E. Witt, P.C. Jeffrey J. Zeiger, P.C. Erica B. Zolner KIRKLAND & ELLIS LLP hwitt@kirkland.com jzeiger@kirkland.com ezolner@kirkland.com</p> <p><i>Counsel for Health Care Service Corporation; Highmark Inc.; Blue Shield of California</i></p>	<p>Carl S. Burkhalter MAYNARD COOPER & GALE, P.C. cburkhalter@maynardcooper.com</p> <p><i>Counsel for Blue Cross and Blue Shield of Alabama</i></p>
<p>Todd Stenerson SHEARMAN & STERLING LLP todd.stenerson@shearman.com</p> <p><i>Counsel for Blue Cross Blue Shield of Michigan Mutual Insurance Company</i></p>	<p>M. Patrick McDowell BRUNINI, GRANTHAM, GROWER & HEWES, PLLC pmcdowell@brunini.com</p> <p><i>Counsel for Blue Cross & Blue Shield of Mississippi, A Mutual Insurance Company</i></p>
<p>Brian K. Norman SHAMOUN & NORMAN, LLP bkn@snlegal.com</p> <p><i>Counsel for Carefirst, Inc.; Carefirst of Maryland, Inc.; Group Hospitalization and Medical Services, Inc.; CareFirst BlueChoice, Inc.</i></p>	<p>Michael A. Naranjo Alan D. Rutenberg FOLEY & LARDNER LLP mnaranjo@foley.com arutenberg@foley.com</p> <p><i>Counsel for USABLE Mutual Insurance Company, doing business as Arkansas Blue Cross and Blue Shield and as Blue Advantage Administrators of Arkansas</i></p>
<p>John Briggs AXINN, VELTROP & HARKRIDER, LLP jbriggs@axinn.com</p> <p><i>Counsel for Independence Blue Cross</i></p>	<p>Gwendolyn Payton KILPATRICK TOWNSEND & STOCKTON LLP gpayton@kilpatricktownsend.com</p> <p><i>Counsel for Premiera Blue Cross, d/b/a Premiera Blue Cross Blue Shield of Alaska</i></p>
<p>Robert K. Spotswood Joshua K. Payne SPOTSWOOD SANSOM & SANSBURY LLC rks@spotswoodllc.com jpayne@spotswoodllc.com</p> <p><i>Counsel for Capital BlueCross</i></p>	<p>John G. Schmidt Edward S. Bloomberg Anna Mercado Clark PHILLIPS LYTLE LLP jschmidt@phillipslytle.com ebloomberg@phillipslytle.com aclark@phillipslytle.com</p> <p><i>Counsel for Excellus Health Plan, Inc.</i></p>

CERTIFICATE OF SERVICE

I hereby certify that on this 16th day of February 2021, I served a copy of the foregoing Proof of Service of Notice of Settlement Under Class Action Fairness Act using the Court's CM/ECF system.

/s/ Daniel Laytin

Daniel E. Laytin, P.C.